HEDGE LEN Form 4

February 24, 2010

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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Expires:

January 31, 2005

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response...

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue.

See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

HEDGE LEN

(Last)

(City)

2. Issuer Name and Ticker or Trading

Symbol

ALIGN TECHNOLOGY INC [ALGN]

3. Date of Earliest Transaction

(First) (Middle)

C/O ALIGN TECHNOLOGY INC, 881 MARTIN AVENUE

> (Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

(Month/Day/Year)

02/19/2010

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

Director 10% Owner X_ Officer (give title Other (specify below)

SVP, Bus. Development

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

SANTA CLARA, CA 95050

(State)

(Zip)

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1.Title of	2. Transaction Date	nsaction Date 2A. Deemed 3. 4. Securities Acquired		quired	5. Amount of	6.	7. Nature of			
Security	(Month/Day/Year)	Execution Date, if	Transaction(A) or Disposed of (D)			Securities	Ownership	Indirect		
(Instr. 3)		any	Code	(Instr. 3, 4 and 5)			Beneficially	Form: Direct	Beneficial	
		(Month/Day/Year)	(Instr. 8)				Owned	(D) or	Ownership	
		•					Following	Indirect (I)	(Instr. 4)	
							Reported	(Instr. 4)		
					(A)		Transaction(s)			
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	02/20/2010	02/20/2010	C	10,805	A	\$ 0	10,805	D		
Common Stock	02/20/2010	02/20/2010	F	3,965	D	\$ 17.94	6,840	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	onDerivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Am Underlying Sect (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	A or N of
Right to Buy (Common Stock)	\$ 17.94	02/19/2010	02/19/2010	A	60,000		02/19/2011(1)	02/19/2020	Common Stock	6
Restricted Stock Unit	\$ 0.0001 (2)	02/19/2010	02/19/2010	A	20,000		<u>(3)</u>	<u>(3)</u>	Common Stock	2
Restricted Stock Unit	\$ 0.0001 (2)	02/20/2010	02/20/2010	C		3,533	<u>(4)</u>	<u>(4)</u>	Common Stock	
Restricted Stock Unit	\$ 0.0001 (2)	02/20/2010	02/20/2010	C		938	(5)	(5)	Common Stock	
Restricted Stock Unit	\$ 0.0001 (2)	02/20/2010	02/20/2010	С		4,334	<u>(6)</u>	<u>(6)</u>	Common Stock	4
Restricted Stock Unit	\$ 0.0001 (2)	02/20/2010	02/20/2010	C		2,000	<u>(7)</u>	<u>(7)</u>	Common Stock	2

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

HEDGE LEN C/O ALIGN TECHNOLOGY INC 881 MARTIN AVENUE SANTA CLARA, CA 95050

SVP, Bus. Development

Signatures

Roger E. George, Atty-in-Fact for Len Hedge 02/24/2010

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) 1/4th of the shares subject to the option shall become vested and exercisable one year after the date of grant and 1/48th of the shares subject to the option shall vest each month thereafter.

Reporting Owners 2

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- (2) Represents par value of ALGN Common Stock
- (3) 1/4th of the restricted stock unit will become vested one year after the date of grant and 1/4th of the restricted stock unit will vest annually thereafter. Shares will be delivered to reporting person on each vest date.
- 1/4th of the restricted stock unit granted on February 20, 2009 became vested on February 20, 2010 and shares were delivered to(4) reporting person on February 22, 2010. The restricted stock will continue to vest annually and shares will be delivered to reporting person on each vest date.
- 1/16th of the restricted stock unit granted on February 20, 2007 became vested on February 20, 2010 and shares were delivered to reporting person on February 22, 2010. The restricted stock unit will continue to vest quarterly and shares will be delivered to reporting person on each vest date.
- 1/3rd of the restricted stock unit granted on February 20, 2008 became vested on February 20, 2010 and shares were delivered to (6) reporting person on February 22, 2010. The restricted stock unit will vest on February 20, 2011 and shares will be delivered to reporting
- person on that date.

 1/4th of the restricted stock unit granted on February 20, 2008 became vested on February 20, 2010 and shares were delivered to
- (7) reporting person on February 22, 2010. The restricted stock unit will continue to vest annually and shares will be delivered to reporting person on each vest date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.